

# **EXHIBIT 5**



**From:** Kyle Schei [kyle@myanumber.com](mailto:kyle@myanumber.com)  
**Subject:** Re: White-Labeling  
**Date:** December 24, 2013 at 4:26 PM  
**To:** SCHMIT, EDWARD G [es8361@att.com](mailto:es8361@att.com)

Thank you Ed,

I really appreciate your feedback. I will review this and provide any feedback we have on Thursday or Friday.

Have a wonderful Holiday.

-Kyle

Kyle Schei | C.E.O.  
425.359.1740 | @myaNUMBER

On Dec 23, 2013, at [Dec 23]5:04 PM, SCHMIT, EDWARD G <[es8361@att.com](mailto:es8361@att.com)> wrote:

Hi Kile, this is not final because we need language on Tropo, but gives idea of what we are looking for.

- There is definite interest in white-label app—but as you may have seen from Branding you can use “Powered by Myanumber” and share fact that you built this for AT&T.
- We will still have to market this to educate consumers about downloading the app—so you will get co-marketing support that way.
- I know you were looking to create application you could more easily reuse, but we are paying a lot of money for this already—and there has already been schedule relief. I have created apps—you should be at comp phase now with minimal work, it should not be a lot to brand AT&T.
- We still are expecting non-compete—either 18 months in US or one year overall.
- However, as we mentioned for white label we need to align you with large partner for MSA. Are you familiar with Ericsson? They have done deals like this in past and very adept selling globally—and this solution would be good fit with their solutions. If there is deal with some friendly global carrier that helps promote our strategy we could amend agreement.
- As far as ongoing maintenance, we are looking for 5 hours work/week for minimum of 90 days after launch. We do not expect these devices to last long and not looking for long support—but put something in agreement if you wish.

You guys are in a great position—our execs and others at AT&T know this. We are paying you to build up unique expertise and AT&T is viewed as carrier leader. I know you were looking to use this as springboard to help with consumer business—and you still may—but bigger opportunity is working with carriers. I still think this is a generous agreement, more than fair. The Tropo deal is already pushed this to unprofitable.

Thanks,

Ed

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**From:** Kyle Schei [<mailto:kyle@myanumber.com>]  
**Sent:** Friday, December 20, 2013 4:37 PM  
**To:** SCHMIT, EDWARD G  
**Subject:** Fwd: White-Labeling

Hi Ed,

John P. is asking if we are comfortable moving ahead with white labeling and I am in a tough spot between not wanting to slow production but needing to frame some expectations with you before we proceed.

We have been engaged up to this point with the understanding that myaNUMBER will be co-marketed alongside this device. Co-marketing would be a great value to us and made me comfortable engaging in work without a clear understanding of how exactly we will be working with AT&T in the future to support and market the twinning tool.

I hope that you can understand my concern today.

- I have not seen the non-compete language from legal
- I do not have an understanding of the ongoing licensing and maintenance revenue AT&T is anticipating to pay myaNUMBER into the future
- I do not fully understand the additional work that will be required by my team move the product through AT&T branding

Time is of the essence and I can be available at your earliest convenience to talk and bring greater clarity to the above. I am available by phone any time over the weekend or Monday and Tuesday. I can meet you on campus in Redmond any time Monday or Tuesday.

Thanks again for all your help and insight.

-Kyle

Kyle Schei | C.E.O.  
425.359.1740 | @myaNUMBER

Begin forwarded message:

**From:** "POWELL, JOHN F" <[jp4026@att.com](mailto:jp4026@att.com)>  
**Date:** December 20, 2013 at 10:28:35 AM PST  
**To:** Brandy Rhodes <[brandy@myanumber.com](mailto:brandy@myanumber.com)>  
**Cc:** Brandon Schulz <[brandon@myanumber.com](mailto:brandon@myanumber.com)>  
**Subject:** RE: White-Labeling

Hi Brandy for the demo in vegas I would focus on perhaps using the AT&T name and logo in place of Myanumber and perhaps changing The button colors. If you go to our brand site at [https://brandcenter.att.com/login.html?resource=%2Fhome%2Fhomepage.html&\\$\\$login\\$\\$=%24%24log in%24%24#!home](https://brandcenter.att.com/login.html?resource=%2Fhome%2Fhomepage.html&$$login$$=%24%24log in%24%24#!home) and register you will find detailed guidelines, instruction, color palettes, etc. which you can use.

When you register for an account. select "Vendor" and use me as

....., can you add my account, once it's added I will add your sponsor and I'll approve access.

As for the SOW, is there an additional cost for white labeling and do we need to have this locked down before proceeding on this?

Thanks

John

**From:** Brandy Rhodes [mailto:[brandy@myanumber.com](mailto:brandy@myanumber.com)]

**Sent:** Friday, December 20, 2013 10:00 AM

**To:** POWELL, JOHN F

**Cc:** Brandon Schulz

**Subject:** White-Labeling

Hey John,

Can you confirm that the logo is the only change that would take place with white-labeling for the executive demo and when will the white-labeling be run through the branding team?

Additionally, there are executive changes around myaNUMBER branding that need to be made in the SOW concerning the white-labeling opportunity. Please reach out to Ed in this regard and have him contact Kyle to discuss.

Thanks,

Brandy

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